

# Morgan Lewis

**Morgan, Lewis & Bockius LLP**  
101 Park Avenue  
New York, NY 10178-0060  
☎ +1.212.309.6000  
☎ +1.212.309.6001  
Fed Tax ID: 23-0891050  
www.morganlewis.com

April 17, 2017

Invoice No. 3688930  
Account No. 18132-10709602

Candace Bankovich  
Associate General Counsel  
hhgregg Inc  
4151 East 96th Street  
Indianapolis, IN 46201

**Summary of Services for the period ended March 31, 2017:**

**Re: hhgregg Inc**

Fees	\$	493,254.00
Disbursements and Other Related Charges		6,809.44
<b>Total Current Period Charges</b>	<b>\$</b>	<b>500,063.44</b>

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## Matter Summary for the period ended March 31, 2017:

<b>Re: Case Administration</b> <i>Matter No. 107096-0098</i>			
	Fees	\$ 6,106.50	
	Disbursements	6,576.17	
	<b>Total</b>		<b>\$ 12,682.67</b>
<b>Re: Cash Collateral &amp; Financing</b> <i>Matter No. 107096-0099</i>			
	Fees	\$ 43,614.00	
	<b>Total</b>		<b>\$ 43,614.00</b>
<b>Re: Claims Administration</b> <i>Matter No. 107096-0100</i>			
	Fees	\$ 2,462.50	
	<b>Total</b>		<b>\$ 2,462.50</b>
<b>Re: Creditor Communications</b> <i>Matter No. 107096-0102</i>			
	Fees	\$ 12,391.00	
	<b>Total</b>		<b>\$ 12,391.00</b>
<b>Re: Employee Matters</b> <i>Matter No. 107096-0103</i>			
	Fees	\$ 18,920.00	
	<b>Total</b>		<b>\$ 18,920.00</b>
<b>Re: General Corporate/Bankruptcy</b> <i>Matter No. 107096-0104</i>			
	Fees	\$ 18,617.50	
	<b>Total</b>		<b>\$ 18,617.50</b>
<b>Re: Fee Application/Morgan Lewis</b> <i>Matter No. 107096-0105</i>			
	Fees	\$ 3,039.00	

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	<b>Total</b>		\$	<b>3,039.00</b>
<b>Re:</b>	<b>Fee Application/Other Professionals</b> <i>Matter No. 107096-0106</i>			
	Fees	\$	1,587.50	
	<b>Total</b>		\$	<b>1,587.50</b>
<b>Re:</b>	<b>Hearings/Litigation</b> <i>Matter No. 107096-0107</i>			
	Fees	\$	32,631.00	
	<b>Total</b>		\$	<b>32,631.00</b>
<b>Re:</b>	<b>Real Estate (Contracts &amp; Leases)</b> <i>Matter No. 107096-0110</i>			
	Fees	\$	38,308.00	
	<b>Total</b>		\$	<b>38,308.00</b>
<b>Re:</b>	<b>Retention Application (Morgan Lewis)</b> <i>Matter No. 107096-0111</i>			
	Fees	\$	14,999.00	
	<b>Total</b>		\$	<b>14,999.00</b>
<b>Re:</b>	<b>Sale of Assets</b> <i>Matter No. 107096-0112</i>			
	Fees	\$	144,066.00	
	Disbursements		109.53	
	<b>Total</b>		\$	<b>144,175.53</b>
<b>Re:</b>	<b>Tax</b> <i>Matter No. 107096-0113</i>			
	Fees	\$	1,168.00	
	<b>Total</b>		\$	<b>1,168.00</b>
<b>Re:</b>	<b>Travel</b> <i>Matter No. 107096-0114</i>			
	Fees	\$	11,421.50	
	Disbursements		76.84	
	<b>Total</b>		\$	<b>11,498.34</b>
<b>Re:</b>	<b>Vendors</b> <i>Matter No. 107096-0115</i>			
	Fees	\$	143,922.50	

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Disbursements

46.90

**Total**

**\$ 143,969.40**

## Totals for All Matters

Total Fees

Total Disbursements

**Total Current Period Charges**

\$ 493,254.00

6,809.44

**\$ 500,063.44**

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Invoice No. 3688930  
Account No. 18132-10709602

## REMITTANCE COPY

April 17, 2017

Candace Bankovich  
Associate General Counsel  
hhgregg Inc  
4151 East 96th Street  
Indianapolis, IN 46201

**Re: hhgregg Inc**

Fees	\$	493,254.00
Disbursements and Other Related Charges		6,809.44
<b>Total Current Period Charges</b>	<b>\$</b>	<b>500,063.44</b>

**Please reference account number or invoice number(s) on your remittance.**

Please send your remittance to:  
**Morgan, Lewis & Bockius LLP**  
Counselors at Law  
P. O. Box 8500 S-6050  
Philadelphia, PA 19178-6050  
Federal Tax ID 23-0891050

Or please wire your remittance  
to:  
**Wells Fargo Bank, N.A.**  
ABA# 121000248  
Morgan, Lewis & Bockius LLP  
Acct# 2100010985563  
Swift Code: WFBUIUS6S

**For ACH transfers:**  
ABA# 031000503  
Acct# 2100010985563  
Reference account number

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0098  
Case Administration

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/13/17	Mauceri, R. J.	Prepare post-petition task chart and email C. Bankovich, Ice Miller and ML&B teams regarding same.	1.20
3/14/17	Herman, N. E.	Participated in daily telephone conference with company and all senior advisors from BRG and Stifel, Ice Miller and MLB (.7); participated in telephone conference with C. Bankovich and R. Mauceri, S. Fowler and J. Hokanson regarding chart of every open item "to do" and who is handling and deadlines (1.0).	1.70
3/14/17	Mauceri, R. J.	Correspondence with K. Lindsay, S. Fowler regarding supplemental service.	0.40
3/16/17	Herman, N. E.	Revised proposed press release (.3).	0.30
3/17/17	Mauceri, R. J.	Telephone conference among Company counsel, ML&B and co-counsel regarding delegation of tasks.	1.10
3/17/17	Lindsay, K.	Conference calls and related email correspondence with debtors and advisors regarding status of various work streams (1.1).	1.10
3/22/17	Herman, N. E.	Participated in all hands advisors telephone conference with BRG, Ice, Stifel, CEO of debtor and C. Melendi and P. Brennan of MLB (.6).	0.60
3/27/17	Herman, N. E.	Participated in daily strategy telephone conference with R. Duffy (BRG), Candace (hhgregg) and J. Doak (Stifel) (.8).	0.80
<b>Matter Total</b>			<b>7.20</b>

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April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0098  
Case Administration

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	3.40	3,349.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.70	1,971.00	730.00
<i>ASSOCIATE</i>			
Lindsay, K.	1.10	786.50	715.00
<b>Total</b>	<b>7.20</b>	<b>\$6,106.50</b>	

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Invoice No. 3688930  
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Case Administration

## Summary of Disbursements and Other Related Charges Incurred on Your Behalf

<i>Description</i>	<i>Amount</i>
Local Travel	404.66
Out Of Town Travel	5,234.33
Telephone/Fax	9.95
Filing/Other Fees	679.83
Computer Legal Research	247.40
<b>Total</b>	<b>\$6,576.17</b>



# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0099  
Cash Collateral & Financing

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/7/17	Brennan, P.F.	Review final DIP loan agreement (.4); review and respond to email correspondence re: interim order (.2).	0.60
3/7/17	Ziegler, M. C.	Correspondence w/ M. Foster, MLB finance team re: DIP escrow requirements.	0.30
3/8/17	Brennan, P.F.	Review RTV (.1); correspondence re same (.1).	0.20
3/8/17	Ziegler, M. C.	Correspondence w/ K. Mruk (JPMorgan) re: cash management (0.1); review DIP order to confirm milestones (0.2).	0.30
3/9/17	Brennan, P.F.	Correspondence with all re: milestones (.2); review agreement re: same (.1); conference with M. Scherneck and S.Lax re: same (.1); conference with C. Melendi re: Zimmerman (.1); telephone conference with DIP working group (1.1).	1.60
3/9/17	Scherneck, M. E.	Consult re: DIP queries (0.10); attention to issues re: loan agreement comments (0.40); office conference with P. Brennan re: same (0.40); telephone conference with N. Herman, P. Brennan, C. Melendi re: same (0.30); review of loan documents re: same (0.30); all-hands conference call re: same (0.30).	1.80
3/9/17	Lax, S.	Summarize milestone requirements in DIP Agreement (.2).	0.20
3/9/17	Mauceri, R. J.	Correspondence with R. Whitlock regarding cash management matters.	0.30
3/10/17	Lindsay, K.	Conference call with company and advisors (0.6); Revise motion to shorten time (1.3); Review notice lists and requirements, including extensive email correspondence regarding the same (2.3); Email and telephone correspondence regarding drop ship vendors (1.1).	5.30
3/11/17	Cordiano, B. J.	Review and address email correspondence re DIP financing.	0.20
3/13/17	Brennan, P.F.	Review terms of Electrolux proposal (.3); review and respond to email correspondence (3).	0.60
3/13/17	Scherneck, M. E.	Attention to open issues on DIP financing (0.10); office conference with P. Brennan re: same (0.20).	0.30
3/14/17	Brennan, P.F.	Telephone conference with C. Melendi re DIP loan (.3); review email correspondence re same (.4).	0.70
3/14/17	Melendi, C. E.	Call with P. Brennan regarding potential DIP loan default (.3).	0.30
3/14/17	Mauceri, R. J.	Participate in update call with J. Ventola, S. Monahan (.5)	0.50
3/15/17	Brennan, P.F.	Participate in senior advisors status call re loan (.5); review and respond to email correspondence re same (.4).	0.90
3/16/17	Brennan, P.F.	Participate in advisor's call re status of documents (.5); conference with S. Lax re: L/C diligence questions (.2); correspondence re: same (.2); review same (.3); review email correspondence re same (.2).	1.40
3/16/17	Lax, S.	Review Synchrony letter of credit to determine under what conditions it may be drawn (.4); summarize findings for C. Bankovich (1.3).	1.70
3/17/17	Brennan, P.F.	Participate in advisor call re status and milestones (.6); correspondence re same (.2).	0.80

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April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0099  
Cash Collateral & Financing

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/18/17	Brennan, P.F.	Review email correspondence re DIP loan (.4); telephone conference with C. Bankovich, C. Melendi and S. Lax re: Synchrony agreement and L/C (.6); correspondence re: same (.1).	1.10
3/18/17	Melendi, C. E.	Call with client regarding synchrony agreement (.3).	0.30
3/18/17	Lax, S.	Analyze Synchrony agreement rights re: letter of credit (.9); telephone conference with C. Bankovich re: Synchrony agreement (.4).	1.30
3/19/17	Brennan, P.F.	Participate in advisor telephone call re status (.9); review correspondence re same (.3).	1.20
3/19/17	Schernecke, M. E.	All-hands internal conference call re: open issues on DIP financing and other case matters (1.0).	1.00
3/19/17	Melendi, C. E.	Call with hhgregg and advisors to discuss revised timeline proposed by DIP lenders (1.0).	1.00
3/19/17	Lax, S.	All-hands telephone conference re: status and milestones.	1.00
3/19/17	Mauceri, R. J.	Participate in conference call with Stifel, BRG, finance team, C. Bankovich, R. Riesbeck, N. Herman, J. Hockanson regarding DIP matters.	1.00
3/20/17	Brennan, P.F.	Participate in advisors telephone call re DIP matters (.7); review email correspondence re same (.2).	0.90
3/20/17	Lax, S.	Analyze and summarize notification requirements for Electrolux action (.2).	0.20
3/21/17	Brennan, P.F.	Participate in advisors telephone call re DIP amendment (.6); email correspondence re: Monster cable (.2); conference with C. Melendi re same (.2).	1.00
3/22/17	Brennan, P.F.	Participate in advisor status call with client team re DIP amendment (.5); review amendment (.5); correspondence re: same (.7); conference with N. Herman re: same (.1); conference with M. Schernecke re: same (.1); conference with S. Lax re: same (.1); assemble comments to amendment (.4), conference with N. Herman re: same (.1); telephone conference with BRG re: same (.2); revise and distribute amendment (.4).	3.10
3/22/17	Schernecke, M. E.	Review and comment on DIP amendment (0.60) e-mail correspondence and office conference with P. Brennan re: same (0.20); conference call with client team re: same (0.50).	1.30
3/22/17	Melendi, C. E.	Respond to inquiries on DIP budget (.4); calls regarding waiver and amendment (.3); review revisions to DIP loan amendment (.3).	1.00
3/22/17	Lax, S.	Analyze and summarize revised milestones drafted by Choate (.4).	0.40
3/23/17	Brennan, P.F.	Revisions to amendment (.3); distribute same (.1); review finance provisions re: 8-K (.1); review correspondence re same (.2); telephone conference with lender counsel re: amendment (.3).	1.00
3/23/17	Melendi, C. E.	All hands call with client and advisors regarding workstreams and DIP budget.	0.50
3/23/17	Melendi, C. E.	Draft 8-K for amendment to DIP Credit Facility (.6); attention to Electrolux issues (.4).	1.00

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Invoice No. 3688930  
Account No. 107096-0099  
Cash Collateral & Financing

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/23/17	Cordiano, B. J.	Telephone conference with R. Mauceri regarding motions and case status (0.2); review and address email correspondence (0.2).	0.40
3/24/17	Brennan, P.F.	Participate in advisor status call re status (.5); participate in DIP lender amendment call (.6); review committee objection to DIP (.9).	2.00
3/24/17	Melendi, C. E.	All hands call with client and advisors to discuss sale process and DIP budget.	0.50
3/25/17	Brennan, P.F.	Review correspondence from B. Duffy regarding milestones (.7).	0.70
3/26/17	Ziegler, M. C.	Review DIP financing objections.	1.40
3/27/17	Brennan, P.F.	Participate in advisor status call (.2); telephone conference with DIP lenders and advisors regarding liquidation bids, budgets, WARN Act, GUBs (.7)	0.90
3/27/17	Ziegler, M. C.	Prepare chart summarizing DIP financing objections.	0.70
3/28/17	Brennan, P.F.	Participate in advisor status call with company and B. Duffy re status (.5); participate in telephone conference call with of BRG, GA, Wells, SMB, DLA, K. Kovacs and L. Peterson re: WARN, sale process, public disclosures (1.3); correspondence re: same (.1).	1.90
3/28/17	Melendi, C. E.	Calls with client on DIP budget and credit facility amendment (.7).	0.70
3/29/17	Brennan, P.F.	Participate in advisor status report with company, N. Herman and B. Duffy (.5); telephone conference with company and committee/advisors (1.5); review email correspondence (.2).	2.20
3/29/17	Melendi, C. E.	Call with creditors' committee regarding updated forecast (1.0).	1.00
3/30/17	Herman, N. E.	Emails with US Trustee regarding resolving objections to cash management order (.3).	0.30
3/30/17	Mauceri, R. J.	Correspondence, voicemail K. Kovacs regarding surety question.	0.20
3/31/17	Brennan, P.F.	Participate in advisor status call re status (.2); review correspondence re: proposals (.1); participate in telephone conference call re: budget issues (.5); review email correspondence re: chart/responses re: same (.2).	1.00
3/31/17	Melendi, C. E.	Review issues list from lenders on DIP budget matters (.3); discuss same with client and advisors (.5).	0.80
<b>Matter Total</b>			<b>51.00</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0099  
Cash Collateral & Financing

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Brennan, P.F.	23.80	24,157.00	1,015.00
Herman, N. E.	0.30	295.50	985.00
Melendi, C. E.	7.10	6,212.50	875.00
Schernecke, M. E.	4.40	3,300.00	750.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.00	1,460.00	730.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	0.60	405.00	675.00
Lax, S.	4.80	2,280.00	475.00
Lindsay, K.	5.30	3,789.50	715.00
Ziegler, M. C.	2.70	1,714.50	635.00
<b>Total</b>	<b>51.00</b>	<b>\$43,614.00</b>	

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0100  
Claims Administration

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/7/17	Herman, N. E.	Emails with R. Riesbeck regarding D&O and KEIP issues (.3); reviewed consignment and reclamation claims notices received and forwarded to company with cover email (.4).	0.70
3/8/17	Herman, N. E.	Reviewed legal research regarding various SEC issues facing debtor and impact of Chapter 11 thereon (.6); various telephone conference calls with many reclamation and consignment vendors (.8).	1.40
3/10/17	Herman, N. E.	Emails with client regarding reclamation claims strategy (.4).	0.40
<b>Matter Total</b>			<b>2.50</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0100  
Claims Administration

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	2.50	2,462.50	985.00
<b>Total</b>	<b>2.50</b>	<b>\$2,462.50</b>	

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0102  
Creditor Communications

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/9/17	Herman, N. E.	Telephone conferences with various creditors regarding case status (.4).	0.40
3/10/17	Herman, N. E.	Prepared for and participated in telephone conference with Stifel/BRG/ICE/MLB regarding Zimmerman strategy and marketing issues and how to approach Wells (1.5).	1.50
3/11/17	Herman, N. E.	Spoke with newly appointed counsel to creditors committee (C. Hershcopf and S. Van Altan of Cooley) on all outstanding issues and motions and access to information and confidentiality (1.5).	1.50
3/11/17	Mauceri, R. J.	Participate in Creditor's Committee call.	1.10
3/12/17	Lindsay, K.	Email correspondence regarding committee formation, vendor inquiries, and various open issues.	1.30
3/13/17	Lindsay, K.	Email correspondence regarding inquiries from vendors and other creditors.	1.30
3/15/17	Lindsay, K.	Email correspondence with debtors regarding creditor communications (0.5); email correspondence with creditors (0.5); review interim orders and respond to queries of creditors regarding various topics (1.0).	2.00
3/16/17	Herman, N. E.	Revised script of how to respond to creditor calls (.3).	0.30
3/16/17	Cordiano, B. J.	Review and address email correspondence including reports from N. Miller (0.4); correspondence regarding lease rejection motion (0.1).	0.50
3/17/17	Mauceri, R. J.	Correspondence with D. Mandel regarding credit card issues (.3); prepare correspondence to counsel regarding same (.4); correspondence with N. Herman regarding same (.1);	0.80
3/17/17	Lindsay, K.	Email correspondence regarding pre-petition vendor claims and applicable interim orders.	1.20
3/18/17	Mauceri, R. J.	Correspondence with S. Fowler regarding credit card processor issues.	0.90
3/20/17	Lindsay, K.	Email correspondence regarding payment of consignment claims and related creditor topics.	1.50
3/22/17	Lindsay, K.	Email and telephone correspondence with various landlords and creditors.	0.50
3/29/17	Herman, N. E.	Reviewed committee declaration (.1); discussed sealing issues with C. Hershcopf of Cooley (.7).	0.80
<b>Matter Total</b>			<b>15.60</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
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Creditor Communications

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	4.50	4,432.50	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.80	2,044.00	730.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	0.50	337.50	675.00
Lindsay, K.	7.80	5,577.00	715.00
<b>Total</b>	<b>15.60</b>	<b>\$12,391.00</b>	



## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0103  
Employee Matters

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/13/17	Ziegler, M. C.	Research re: key employee incentive plan (3.0); draft motion to approve key employee incentive plan (7.9).	10.90
3/14/17	Ziegler, M. C.	Continue drafting motion to approve key employee incentive plan (1.6).	1.60
3/15/17	Mauceri, R. J.	Correspondence with N. Herman, M. Ziegler regarding employee motion.	0.20
3/16/17	Ziegler, M. C.	Review Debtor professionals' correspondence re: committee negotiations and KEIP.	0.20
3/18/17	Ziegler, M. C.	Correspondence w/ N. Herman, R. Mauceri, C. Melendi re: KEIP.	0.20
3/21/17	Herman, N. E.	Reviewed and revised legal memo regarding severance issues for management and rank and file in Chapter 11 (1.4).	1.40
3/21/17	Mauceri, R. J.	Review Code provisions, employee order, research case law regarding severance (1.1); correspondence with N. Herman and team regarding severance (.6).	1.70
3/23/17	Herman, N. E.	Emails with CEO regarding severance issues and liquidation and WARN timing and issues (1.0).	1.00
3/23/17	Bruhn, N. P.	Prepare for and participate in call concerning preliminary injunction with debtors' employees (1.8); conduct research for preliminary injunction opposition brief (1.9 ); draft preliminary injunction opposition brief and related papers (3.3).	7.00
3/29/17	Herman, N. E.	Emails with client regarding Warn notice timing, cost and strategies.	1.00
3/31/17	Herman, N. E.	Calls with DIP lenders, BRG, hhgregg, and committee regarding Warn notice issues and timing and cost.	1.50
<b>Matter Total</b>			<b>26.70</b>

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Invoice No. 3688930  
Account No. 107096-0103  
Employee Matters

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	4.90	4,826.50	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	1.90	1,387.00	730.00
<i>ASSOCIATE</i>			
Bruhn, N. P.	7.00	4,515.00	645.00
Ziegler, M. C.	12.90	8,191.50	635.00
<b>Total</b>	<b>26.70</b>	<b>\$18,920.00</b>	

# Morgan Lewis

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Invoice No. 3688930  
Account No. 107096-0104  
General Corporate/Bankruptcy

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/7/17	Tomczyk, A.	Research and correspondence re: periodic reporting requirements.	1.00
3/8/17	Melendi, C. E.	Research filing SEC filing obligations of hhgregg during bankruptcy (.6).	0.60
3/8/17	Cordiano, B. J.	Review and address email correspondence (.4); review interested parties information in connection with Hilco declaration (.2); research and review securities laws and regulations regarding reporting requirements (.8); provide analysis regarding same to N. Herman and team (.3); telephone conference with C. Melendi re same (.6).	2.30
3/12/17	Herman, N. E.	Reviewed board materials and prepared for board telephone conference (1.0).	1.00
3/13/17	Herman, N. E.	Prepared for and participated in Board telephone conference (1.0).	1.00
3/13/17	Melendi, C. E.	Call with advisors and management regarding status update (.5); participate on board call (.4); call with Ice Miller regarding board inquiries and approval matters (.3).	1.20
3/14/17	Melendi, C. E.	All hands call with client to discuss strategy (.8); call with D. Underwood to discuss 8-k filing (.3).	1.10
3/15/17	Melendi, C. E.	All hands call to discuss strategy and status of workstreams (.5); call with C. Bankovich to discuss outstanding issues (.3).	0.80
3/16/17	Melendi, C. E.	All hands call with company and advisors to discuss open work streams (.5); call with C. Bankovich to discuss KEIP and board approval (.3).	0.80
3/17/17	Melendi, C. E.	Call with hhgregg and advisors to discuss current workstreams (.6).	0.60
3/18/17	Melendi, C. E.	Call with C. Bankovich to discuss KEIP and board approval of same (.3).	0.30
3/19/17	Herman, N. E.	Reviewed board materials and prepared for Board telephone conference.	0.50
3/20/17	Herman, N. E.	Prepared for (.2); and participated in advisors telephone conference with CEO, CFO, GC, R. Duffy (BRG) and J. Doak of Stifel to prepare for Board telephone conference (.4); prepared for and participated in Board of Directors telephone conference (1.0).	1.60
3/20/17	Melendi, C. E.	Attend all hands call with company and advisors to discuss workstreams and strategy (.8); participate in board call (.7); call with C. Bankovich to discuss KEIP and public reporting obligations (.3); call with Stifel and BRG to discuss DIP financing and sale timeline (.5).	2.30
3/21/17	Melendi, C. E.	Attend call with client and advisors on workstreams and sale process (.4).	0.40
3/22/17	Melendi, C. E.	All hands call to discuss workstreams and exist strategy (.5).	0.50
3/23/17	Melendi, C. E.	Call with C. Bankovich to discuss SEC reporting.	0.30
3/24/17	Melendi, C. E.	Prepare for and participate on call audit committee to discuss need for audit and SEC reporting.	1.20

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0104  
General Corporate/Bankruptcy

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/26/17	Melendi, C. E.	Review board materials and prepare for board meeting (.4).	0.40
3/27/17	Melendi, C. E.	Attend board call (1.0); attend call with advisors and client to discuss DIP loan and sale update (.2).	1.20
3/31/17	Herman, N. E.	Prepared for Board telephone conference and reviewed agenda and Board materials (1.0); reviewed company's privacy policy (.4).	1.40
3/31/17	Melendi, C. E.	Calls with Ice Miller and company regarding board composition and SEC reporting during liquidation (.5); attention to board agenda (.3).	0.80
<b>Matter Total</b>			<b>21.30</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0104  
General Corporate/Bankruptcy

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	5.50	5,417.50	985.00
Melendi, C. E.	12.50	10,937.50	875.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	2.30	1,552.50	675.00
Tomczyk, A.	1.00	710.00	710.00
<b>Total</b>	<b>21.30</b>	<b>\$18,617.50</b>	

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0105  
Fee Application/Morgan Lewis

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/8/17	Renken, D.	Draft email regarding timekeepers' rules in bankruptcy.	1.80
3/15/17	Mauceri, R. J.	Correspondence with K. Lindsay regarding retention.	0.40
3/23/17	Mauceri, R. J.	Correspondence, telephone conference with K. Lindsay, team regarding retention documentation.	0.40
3/24/17	Mauceri, R. J.	Review and revise draft retention package (.9); telephone conferences, correspondence with K. Lindsay regarding same (.4).	1.30
3/24/17	Mauceri, R. J.	Comment on form of retention application and supporting declaration (.5); telephone conferences, correspondence with K. Lindsay regarding same (.7).	1.20
<b>Matter Total</b>			<b>5.10</b>

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0105  
Fee Application/Morgan Lewis

### Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>OF COUNSEL</i>			
Mauceri, R. J.	3.30	2,409.00	730.00
<i>PARALEGAL</i>			
Renken, D.	1.80	630.00	350.00
<b>Total</b>	<b>5.10</b>	<b>\$3,039.00</b>	

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0106  
Fee Application/Other Professionals

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/10/17	Mauceri, R. J.	Review draft retention materials (.8), correspondence, telephone conferences with S. Fowler, regarding same (.4).	1.20
3/28/17	Mauceri, R. J.	Telephone conference, correspondence with T. Stouffer regarding professional-related questions (.2); email S. Fowler regarding same (.1).	0.30
3/30/17	Herman, N. E.	Emails with B. Weiland of Kirkland regarding Hilco retention objection and adjournment (.5).	0.50
<b>Matter Total</b>			<b>2.00</b>



# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0106  
Fee Application/Other Professionals

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	0.50	492.50	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	1.50	1,095.00	730.00
<b>Total</b>	<b>2.00</b>	<b>\$1,587.50</b>	

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0107  
Hearings/Litigation

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/7/17	Herman, N. E.	Emails and telephone conference calls with US Trustee regarding first day hearing issues (.3); reviewed US Trustee's objections to various first day motions (.4); discussed response to US Trustee with J. Hokanson at Ice and client (.8); prepared K. Kovacs and R. Duffy as potential witnesses for first day hearing (1.3); prepared oral arguments (1.2); attended first day hearing (3.6); reported on same to client and Board and professional teams (1.4).	9.00
3/7/17	Mauceri, R. J.	Attention to revision of orders following first day hearing.	1.00
3/7/17	Mauceri, R. J.	Prepare for (7.9); and participate in first day hearing (3.6).	11.50
3/7/17	Lindsay, K.	Prepare motion presentation for first day hearing (3.9); attend first day hearing (4.1); attend meetings with Debtors and co-counsel (2.2).	10.20
3/8/17	Herman, N. E.	Reviewed and revised motions to retain BRG, Stifel and Hilco Real estate (.9).	0.90
3/12/17	Herman, N. E.	Worked on outline of direct examination of witness for CV hearing (.7); drafted oral argument of hearing (1.8); discussed same with Ice and client and BRG (.5).	3.00
3/30/17	Herman, N. E.	Prepared for court hearing tomorrow.	1.00
3/31/17	Herman, N. E.	Participated in court hearing via phone (1.3).	1.30
3/31/17	Mauceri, R. J.	Prepare notes for J. Hokanson for second day hearing (1.1); participate in hearing by telephone (.6).	1.70
<b>Matter Total</b>			<b>39.60</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0107  
Hearings/Litigation

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	15.20	14,972.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	14.20	10,366.00	730.00
<i>ASSOCIATE</i>			
Lindsay, K.	10.20	7,293.00	715.00
<b>Total</b>	<b>39.60</b>	<b>\$32,631.00</b>	

# Morgan Lewis

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Invoice No. 3688930  
Account No. 107096-0110  
Real Estate (Contracts & Leases)

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/8/17	Herman, N. E.	Revised markup of proposed order granting 88 store closings and deferring other issues (.3); emails and telephone conference calls with many landlords regarding stub rent (.4).	0.70
3/9/17	Herman, N. E.	Revised motion to reject various contracts and sent comments (1.0).	1.00
3/10/17	Cordiano, B. J.	Review and revise lease rejection motion (0.6); review docket (0.1); correspondence with S. Fowler re same (0.1).	0.80
3/11/17	Herman, N. E.	Revised motion to approve lease procedures (.8).	0.80
3/13/17	Herman, N. E.	Reviewed motion to reject various contracts and leases and sent comments (.3); reviewed proposal to Wells regarding treatment of personal property and real estate taxes on a per diem basis and sent comments (.6); sent emails to largest landlords regarding proposal for April rent and stub rent (.4); revised motion for expedited lease procedures (.7).	2.00
3/13/17	Mauceri, R. J.	Review G. Apter proposal regarding lease procedures (.1); correspondence with N. Herman regarding proposed lease procedures (.1).	0.20
3/14/17	Cordiano, B. J.	Review revisions to lease rejection motion received from S. Fowler (0.3); revise lease rejection motion (0.4).	0.70
3/14/17	Mauceri, R. J.	Correspondence, telephone conference with I. Gabriel regarding real estate/sale related questions.	0.30
3/16/17	Herman, N. E.	Revised motion for lease procedures (.5).	0.50
3/17/17	Mauceri, R. J.	Telephone conference with Committee counsel, counsel to various landlords, N. Herman regarding bid procedures/sale scheduling.	1.00
3/18/17	Herman, N. E.	Reviewed Towson store offer to settle.	0.30
3/19/17	Mauceri, R. J.	Draft motion to assume Towson lease and related pleadings.	1.20
3/20/17	Mauceri, R. J.	Telephone conference with K. Jarashow regarding motion to assume Towson lease (.1); review revised form of same (.2); email DIP Agent and Committee counsel regarding same (.2); email K. Jarashow regarding same.	0.20
3/21/17	Herman, N. E.	Many emails and telephone conference calls with CFO, GC and CEO as well as B. Duffy of BRG and J. Doak of Stifel regarding marketing updates and potential liquidations of stores.	1.40
3/21/17	Mauceri, R. J.	Correspondence with N. Herman, team regarding forms of lease termination and lease assignment agreements.	0.50
3/22/17	Herman, N. E.	Many telephone conference calls and emails with dozens of landlords regarding settlement negotiations.	1.00
3/22/17	Mauceri, R. J.	Review landlord comments to motion to assume (.2); email team, counsel to creditor constituencies regarding revisions to proposed motion to assume (.2).	0.40
3/23/17	Cordiano, B. J.	Draft, review and revise Phase II Store Closing Motion and proposed Order.	6.20
3/23/17	Mauceri, R. J.	Prepare forms of lease termination/lease assignment agreements (1.8); correspondence with N. Herman, G. Apter regarding same (.3).	2.10

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0110  
Real Estate (Contracts & Leases)

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/24/17	Lindsay, K.	Email correspondence regarding cure schedule (0.3); review and draft cure schedule template (0.9).	1.20
3/27/17	Mauceri, R. J.	Telephone conference with G. Apter regarding lease procedures.	0.40
3/27/17	Lindsay, K.	Revise motion and order regarding assumption and rejection of leases.	0.60
3/28/17	Herman, N. E.	Many emails and telephone conference calls with landlords (.2); revised form of bid procedures order (.6); attended bid court hearing (1.0).	1.80
3/28/17	Mauceri, R. J.	Correspondence with K. Lindsay regarding revisions to form assumption and rejection agreements (.2); review revised agreements and further revisions to same (.8); telephone conference with M. Tabloff regarding same (.4).	1.40
3/28/17	Lindsay, K.	Review lease cure schedule (1.7); email correspondence regarding lease and contract cure schedules (1.9); revise pleadings related to contract rejection (0.8).	4.40
3/29/17	Herman, N. E.	Reviewed draft lease cure chart (.4); sent comments re same (1.2).	0.60
3/29/17	Cordiano, B. J.	Review and revise motion to authorize entry into consulting agreement with Tiger/GA and conduct phase II store closing sales (1.8); review and provide comments on Malfitano declaration (1.2); review and revise final order for phase I store closings (0.6); telephone conference with J. Hokanson re same (0.2); telephone conference with M. Russell re same (0.2); further review and revisions to phase II store closing motion and order (0.3) correspondence with M. Russell regarding same (0.2).	4.50
3/29/17	Lindsay, K.	Review and revise cure schedules and related notice (1.7); email correspondence regarding the same (0.7).	2.40
3/30/17	Herman, N. E.	Reviewed cure chart for non-leases and sent comments (.4); many emails with landlords and revised lease rejection procedures order (.8).	1.20
3/30/17	Mauceri, R. J.	Review correspondence leasing procedures, GOB sales and related matters (.4); correspondence with K. Jarashow, client regarding motion to assume (.3); telephone conference with S. Brown regarding motion to assume (.2).	0.90
3/30/17	Lindsay, K.	Continue reviewing and revising cure schedule and related notices (1.1); email correspondence regarding the same (1.6).	2.70
3/31/17	Herman, N. E.	Emails with Kevin Newman (landlord) regarding comments to lease procedures order (.7); revised same (.1).	0.80
3/31/17	Mauceri, R. J.	Emails C. Bankovich, K. Jarashow, DIP Agents, S. Fowler regarding motion to assume.	0.50
3/31/17	Lindsay, K.	Review and revise contract cure schedule (2.0); email correspondence regarding the same (2.8).	4.80
<b>Matter Total</b>			<b>49.50</b>

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0110  
Real Estate (Contracts & Leases)

## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	12.10	11,918.50	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	9.10	6,643.00	730.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	12.20	8,235.00	675.00
Lindsay, K.	16.10	11,511.50	715.00
<b>Total</b>	<b>49.50</b>	<b>\$38,308.00</b>	

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0111  
Retention Application (Morgan Lewis)

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/15/17	Lindsay, K.	Draft retention application (3.5).	3.50
3/16/17	Lindsay, K.	Email and telephone correspondence regarding retention application (1.6); Revise application and affidavit (1.9).	3.50
3/17/17	Lindsay, K.	Attention to retention application.	2.30
3/24/17	Lindsay, K.	Revise retention application (1.2); email and telephone correspondence regarding the same (2.2).	3.40
3/27/17	Lindsay, K.	Complete draft of retention application (0.8); email correspondence regarding disclosures (0.8).	1.60
3/28/17	Lindsay, K.	Finalize disclosure schedules (2.6); email and telephone correspondence regarding the same (0.8).	3.40
3/30/17	Herman, N. E.	Revised Morgan Lewis retention motion (1.0).	1.00
3/30/17	Lindsay, K.	Review list of potential waivers (0.6); email correspondence regarding the same (0.6); attention to results of supplemental searches (0.7).	1.90
<b>Matter Total</b>			<b>20.60</b>

## Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0111  
Retention Application (Morgan Lewis)

### Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	1.00	985.00	985.00
<i>ASSOCIATE</i>			
Lindsay, K.	19.60	14,014.00	715.00
<b>Total</b>	<b>20.60</b>	<b>\$14,999.00</b>	



# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0112  
Sale of Assets

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/6/17	Tylwalk, N. Z.	Prepare updated agreement tracker (.2); Attend to matters in connection with confidentiality agreements (.1).	0.30
3/7/17	Melendi, C. E.	Call with client and K&L Gates re NDA (.2); attention to BBY NDA(.3); emails with BBY and client regarding NDA (.1).	0.60
3/7/17	Cordiano, B. J.	Complete draft of GOB Sales Final Order.	0.80
3/8/17	Herman, N. E.	Revised sale and bid procedures motion/order/bid order and various notices and exhibits (1.7); revised Zimmerman's stalking horse Asset Purchase Agreement (1.2); emails and telephone conference calls with several prospective bidders to give them background on timing and process and Stifel contact info (.4).	3.30
3/8/17	Melendi, C. E.	Revise form APA (.5); review materials for antitrust discussion for strategics (.7); discuss same with H. Robins (.3); attention to NDAs (.2); call with C. Bankovich to discuss board updates on sale process (.5).	2.20
3/8/17	Mauceri, R. J.	Telephone conferences, correspondence with K. Lindsay, N. Herman, team re Sale Motion (1.6); attn to same (.9).	2.50
3/8/17	Lindsay, K.	Telephone and email correspondence with creditors (0.6); Email correspondence regarding sale pleadings (2.6); Revise sale pleadings (4.1).	7.30
3/9/17	Robins, H.T.	Review CIM and other selling materials (.3); review diligence index (.2); prepare Clean Team approach for strategics (1.0); conference client and banker re same (.4).	1.90
3/9/17	Herman, N. E.	Final revisions to sale and bid procedures pleadings (1.1); discussed same with Choate (counsel to Wells) and J. Hokanson (Ice), BRG and client (.6); reviewed and sent comments on proposed form of going concern Asset Purchase Agreement (1.0); telephone conference calls with CIT regarding factor agreement (.3).	3.00
3/9/17	Melendi, C. E.	Review and revise NDAs (.8); revise Zimmerman APA to incorporate comments of working group (1.2); call with Stifel, Morgan Lewis and B. Riesbeck to discuss antitrust issues surrounding strategic bidders (.3); calls regarding strategy of bids and existing stalking horse terms (1.1).	3.40
3/9/17	Mauceri, R. J.	Attention to bid process documentation and filing and service related issues, including calls correspondence regarding deadlines/milestones (3.3); calls/corresp re Zimmerman, including all-hands call with BRG team, Stifel, client, J. Hokanson and S. Fowler (1.1); telephone conference with C. Dale, J. Hokanson regarding Zimmerman bid (.3); telephone conference, correspondence with C. Melendi regarding same (.4)	5.10
3/9/17	Tylwalk, N. Z.	Analyze and prepare comments to confidentiality agreement.	0.60
3/9/17	Ziegler, M. C.	Review first day orders to determine escrow requirements.	0.40
3/9/17	Lindsay, K.	Conference calls with Debtors regarding credit card transactions and first day relief (1.2); Finalize sale pleadings (5.6).	6.80
3/10/17	Herman, N. E.	Revised order to show cause to reduce time.	1.00
3/10/17	Melendi, C. E.	Attention to negotiation of NDAs (.7); call with Stifel to discuss form of APA (.2).	0.90

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0112  
Sale of Assets

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/10/17	Mauceri, R. J.	Correspondence, telephone conferences with S. Fowler, K. Lindsay, N. Herman regarding sale motion and service thereof.	3.30
3/10/17	Tylwalk, N. Z.	Prepare confidentiality agreement for [REDACTED].	0.20
3/10/17	Tylwalk, N. Z.	Prepare updated agreement tracker.	0.30
3/11/17	Melendi, C. E.	Revise confidentiality provisions in committee bylaws (.3); draft correspondence with stalking horse bidder on deal terms (.3); calls with C. Bankovich regarding sale strategy (.5).	1.10
3/12/17	Melendi, C. E.	Call with K&L Gates regarding Zimmerman(.4); correspondence with working to update on conversions on Zimmerman proposal (.2).	0.60
3/13/17	Herman, N. E.	Participated in telephone conference with Zimmerman's counsel (KL gates) and C. Melendi and Stifel regarding stalking horse bid and efforts to tie it to critical vendor status and termination of term sheet.	1.30
3/13/17	Melendi, C. E.	Call with K&L Gates regarding Zimmerman proposal(.3); correspondence with working group regarding same (0.1); attention to NDAs (.3).	0.70
3/13/17	Tylwalk, N. Z.	Discuss signature page and notice information with banker in connection with, and prepare executed version of, confidentiality agreement.	0.40
3/14/17	Herman, N. E.	Participated in telephone conference with C. Hershcopf and S. Van Alten and Stifel regarding update on all marketing efforts.	1.00
3/14/17	Melendi, C. E.	Draft termination letter for LOI (.3); draft press release for LOI (.7); call with B. Riesbeck regarding proposed Zimmerman termination (.5); call with C. Bankovich regarding sale strategy (.5); call with Stifel to discuss form of APA for auction (.3); revise APA and circulate to working group (.7); call with Stifel to discuss outstanding NDAs (.2); attention to NDAs (.4).	3.60
3/14/17	Tylwalk, N. Z.	Review and obtain fully-executed confidentiality agreement.	0.20
3/14/17	Lindsay, K.	Review sale transaction schedule (.4); prepare detailed timeline (2.7); extensive email correspondence regarding the same (2.3); detailed review of service list and service obligations associated with sale-related pleadings (2.2); email and telephone correspondence regarding the same (1.2).	8.80
3/15/17	Melendi, C. E.	Call with J. Doak and N. Herman regarding bidder status (.2); attention to NDAs (.4).	0.60
3/16/17	Melendi, C. E.	Revise press release and termination letter for stalking horse (1.0); draft 8-K for same (.5); attention to NDAs (.4); calls with K&L regarding strategy for bid (.3); calls with Stifel regarding auction process and APA (.4).	2.60
3/16/17	Lindsay, K.	Extensive email and telephone correspondence regarding sale schedule and pleadings (3.6).	3.60

# Morgan Lewis

April 17, 2017  
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Invoice No. 3688930  
Account No. 107096-0112  
Sale of Assets

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/17/17	Herman, N. E.	Prepared for and participated in telephone conference with over 80 landlords plus committee regarding comments to bid and sales procedures (.1.5); revised same (.9); reported to DIP lender and client on same (.6); reviewed DIP lender comments to CV order (.4); revised demand letter to Vantiv (.3); reviewed revised DIP budget and sent comments (.8); reviewed reclamation claims (.4).	4.90
3/17/17	Melendi, C. E.	Calls with K&L Gates and Stifel regarding request for collaboration by bidders (.5).	0.50
3/17/17	Melendi, C. E.	Attention to NDAs (.3).	0.30
3/18/17	Herman, N. E.	Many emails and telephone conference calls with Choate and DLA regarding new proposed timeline issues for sale and bids (1.0); telephone conference calls with C. Herschopf and S. Van Alten (Committee) and B. Duffy (BRG) regarding 3/20 milestone issues (.6); sent memorandum to client re same (.4); emails with Synchrony regarding letter of credit issues (.6).	2.60
3/18/17	Lindsay, K.	Review comments and revisions proposed by landlords, committee, DIP lenders and others (2.1); extensive revisions to bid procedures, bid procedures order and notices (4.1); email correspondence regarding the same (1.7).	7.90
3/19/17	Herman, N. E.	Reviewed Wells email regarding new timeline and milestones (.7); discussed same with all hands team from hhgregg, Ice, BRG, Stifel and MLB (.8); revised bid procedures and bid order (1.5).	3.00
3/19/17	Lindsay, K.	Revise bid procedures, bid procedures order, and notice (1.7); email correspondence regarding the same (.5).	2.20
3/20/17	Herman, N. E.	Reviewed RFP and bid packages to go to liquidators for 132 store liquidation (.8); emails with Committee and DIP lenders and B. Duffy at BRG regarding updates to DIP budget (.7); emails with Monster regarding consignment issues (.3); reviewed revisions to bid procedures and order (.3); participated in telephone conference with large number of landlords plus Committee and DIP lenders regarding comments to same (.7); reviewed customer deposit issues from company and BRG (.3).	3.10
3/20/17	Melendi, C. E.	Revise Asset Purchase Agreement (.9).	0.90
3/20/17	Mauceri, R. J.	Attention to correspondence regarding sale/bid procedures.	0.30
3/20/17	Lindsay, K.	Revise and file bid procedures.	4.30
3/21/17	Renken, D.	Research rate information for N. Herman in retention application.	0.40
3/21/17	Robins, H.T.	Address antitrust issues re information exchanges.	0.50
3/21/17	Herman, N. E.	Reviewed all objections to the bid procedures and DIP loan motions to be heard this week (1.0); reviewed revised bid procedures and order and new notice and court submission (.7); reviewed revised stalking horse Asset Purchase Agreement (.5).	2.20
3/21/17	Melendi, C. E.	Revise form of APA (1.1); attend all hands call on bid procedures (.4); calls with Stifel to discuss diligence questions and responses (1.4).	2.90
3/21/17	Mauceri, R. J.	Participate in telephone conference with team, counsel to DIP Agents, Committee, various landlords regarding bidding procedures.	1.00

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/21/17	Lindsay, K.	Revise bid procedures and incorporate comments from landlords and Committee (6.3); Email and telephone correspondence regarding the same (2.6); conference call with landlords (1.0).	9.90
3/22/17	Herman, N. E.	Many emails and telephone conference calls with Choate, DLA and Cooley and Ice regarding bid procedures motion, settlement negotiations and adjournment to 3/28 (1.2); sent memorandum to client on same (.2); emails and telephone conference calls with Committee, BRG, Stifel, Choate and DLA and debtor regarding revisions to budget and assumptions thereto (1.3); reviewed draft amendment to DIP loan and conditions to default waivers (.9); sent comments re same (.2).	3.80
3/22/17	Melendi, C. E.	Call with Stifel and C. Bankovich to discuss diligence requests (.5); revise APA (.8); review and provide comments on bid package (1.0).	2.30
3/22/17	Lindsay, K.	Email and telephone correspondence regarding bid procedures and APA.	1.40
3/23/17	Herman, N. E.	Reviewed Synchrony draft stipulation (.4); worked on waiver of DIP defaults agreement and revised DIP budget (1.2).	1.60
3/23/17	Lindsay, K.	Email correspondence regarding sale process and bidding procedures.	0.90
3/24/17	Herman, N. E.	Reviewed RFP to liquidators (.8); reviewed all objections to bid procedures and DIP loan (1.0); telephone conference calls and emails with Cooley regarding budget, bids and DIP loan issues (.8).	2.60
3/24/17	Vrejan, S. J.	Review of form of agency agreement and form consulting agreement.	1.00
3/24/17	Mauceri, R. J.	Telephone conferences, correspondence with N. Herman, S. Vrejan regarding GOB status.	0.30
3/25/17	Herman, N. E.	Emails with J. Malfitano and R. Duffy regarding liquidation bid updates and issues.	0.80
3/25/17	Melendi, C. E.	Attention to questions surrounding sale process and bidding procedures (.4).	0.40
3/26/17	Herman, N. E.	Reviewed liquidation bids (.8); discussed same with client and BRG and J. Malfitano (.6); emails with Choate and DLA regarding same and planning for Tuesday court hearing (.8).	2.20
3/26/17	Vrejan, S. J.	Review of emails re status (.3); review of first day declaration (.7); review and analysis of Tiger/GA consulting agreement (1.0).	2.00
3/26/17	Tylwalk, N. Z.	Attend to matters in connection with obtaining fully-executed confidentiality agreement.	0.20
3/27/17	Vrejan, S. J.	Review of revised agency agreement.	1.00
3/27/17	Melendi, C. E.	Call with DIP lenders and counsel to discuss status of sale process (.5).	0.50
3/27/17	Lax, S.	All-hands telephone conference re: next steps for going out of business plan (1).	1.00
3/27/17	Mauceri, R. J.	Correspondence with N. Herman, S. Vrejan regarding GOB sales (.4); review DIP and bid procedures objection charts and correspondence with DIP Agents regarding same (.6).	1.00

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/27/17	Ziegler, M. C.	Review bid procedures and sale objections (0.8); prepare chart summarizing same (0.8).	1.60
3/27/17	Ziegler, M. C.	Review and summarize late-filed bid procedures objections.	0.40
3/27/17	Lindsay, K.	Email correspondence regarding bid procedures order (1.5); conference call regarding bid procedures and sale schedule (0.8).	2.30
3/28/17	Herman, N. E.	Reviewed liquidation bids and related emails (1.0).	1.00
3/28/17	Melendi, C. E.	Call with client and advisors to discuss DIP loan amendment and sale process (.7); call with Stifel to discuss sale process (.3); call with C. Bankovich to discuss liquidation bids and WARN (.5); call with B. Duffy regarding DIP lenders update on sale process (.3).	1.80
3/28/17	Cordiano, B. J.	Review and address email correspondence regarding Phase II store closing sales and motion (0.6); review fee comparison for liquidators (0.2); review revisions to GOB Interim order (0.4); email correspondence regarding same (0.2); draft, review and revise motion to authorize entry into consulting agreement and conduct phase II store closing sales and review consulting agreement in connection with same (4.9).	6.30
3/28/17	Mauceri, R. J.	Review and comment on GOB motion (.4); correspondence with B. Cordiano, M. Russell, S. Fowler regarding GOB orders (.3).	0.70
3/28/17	Tylwalk, N. Z.	Attend to matters in connection with obtaining fully-executed confidentiality agreement.	0.20
3/28/17	Lindsay, K.	Email correspondence with various creditors regarding bid procedures and sale schedule.	0.80
3/29/17	Herman, N. E.	Reviewed and revised motion to authorize GOB sales of 132 stores and sent comments.	1.50
3/29/17	Herman, N. E.	Participated in telephone conference with Stifel regarding update on going concern bids.	0.80
3/29/17	Vrejan, S. J.	Review revised draft of Hilco/Tiger consulting agreement.	1.00
3/29/17	Melendi, C. E.	Call with client and advisors regarding update on sale process and GOB sales(.5); calls with C. Bankovich regarding WARN (.3); call with client and advisors to discuss timing on WARN notices and GOB sales (.7); draft 8-K and press release (.8).	2.30
3/29/17	Mauceri, R. J.	Correspondence with B. Cordiano, N. Herman regarding GOB Phase II motion.	0.30
3/30/17	Herman, N. E.	Many emails with DIP lenders and BRG and K. Kovacs at hhgregg regarding gift card issues (1.0); many revisions to GOB motion and order (2.3).	3.30
3/30/17	Melendi, C. E.	Call with company and advisors to discuss sale process and public announcements (.4); draft press release and 8-K (1.2)	1.60
3/30/17	Cordiano, B. J.	Review and address email correspondence (0.5); review and revise Phase II store closings motion (3.1); review and address comments to Phase II store closing motion and email correspondence and telephone conferences regarding same (3.7); prepare final version for filing (0.8).	8.10
3/31/17	Herman, N. E.	Reviewed DIP lender's 18 point list of requests (.9); revised chart of responses (.6).	1.50
3/31/17	Herman, N. E.	Discussed sale of customer list with C. Melendi and G. Parks of Morgan Lewis.	0.90

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/31/17	Melendi, C. E.	Call with client and advisors regarding hearings and sale process (.3); calls with N. Herman and B. Riesbeck to discuss board meeting and agenda (.5); review and respond to inquiries on privacy policy (.7).	1.50
3/31/17	Lindsay, K.	Email and telephone correspondence with landlords and other creditors regarding bid procedures order, pending motion and sale schedule.	1.90
<b>Matter Total</b>			<b>178.10</b>

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## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	45.40	44,719.00	985.00
Melendi, C. E.	31.30	27,387.50	875.00
Robins, H.T.	2.40	2,388.00	995.00
Vrejan, S. J.	5.00	3,750.00	750.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	14.50	10,585.00	730.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	15.20	10,260.00	675.00
Lax, S.	1.00	475.00	475.00
Lindsay, K.	58.10	41,541.50	715.00
Tylwalk, N. Z.	2.40	1,296.00	540.00
Ziegler, M. C.	2.40	1,524.00	635.00
<i>PARALEGAL</i>			
Renken, D.	0.40	140.00	350.00
<b>Total</b>	<b>178.10</b>	<b>\$144,066.00</b>	



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Sale of Assets

## Summary of Disbursements and Other Related Charges Incurred on Your Behalf

<i>Description</i>	<i>Amount</i>
Local Travel	109.53
<b>Total</b>	<b>\$109.53</b>



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Tax

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/13/17	Mauceri, R. J.	Telephone conference with T. Stouffer and team regarding real and personal property tax matters (.5)	0.50
3/14/17	Mauceri, R. J.	Email J. Ventola, S. Monahan regarding tax issues	0.30
3/15/17	Mauceri, R. J.	Telephone conference with L. Peterson regarding real property taxes.	0.20
3/20/17	Mauceri, R. J.	Review personal property tax schedule (.1); correspondence with T. Stouffer, S. Monahan regarding personal property taxes (.2).	0.30
3/27/17	Mauceri, R. J.	Correspondence T. Stouffer, S. Monahan regarding real, personal property taxes.	0.30
<b>Matter Total</b>			<b>1.60</b>

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## Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>OF COUNSEL</i>			
Mauceri, R. J.	1.60	1,168.00	730.00
<b>Total</b>	<b>1.60</b>	<b>\$1,168.00</b>	

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Travel

### Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/8/17	Herman, N. E.	Traveled back from Indianapolis to NYC.	2.50
3/8/17	Mauceri, R. J.	Return travel from Indianapolis following first-day hearing.	2.00
3/8/17	Lindsay, K.	Travel from Indianapolis to Hartford.	7.20
3/27/17	Herman, N. E.	Travel to Indianapolis.	5.00
3/27/17	Gallo, A. J.	Travel to Indianapolis.	2.30
3/28/17	Herman, N. E.	Travel back from Indianapolis to NYC.	3.50
3/28/17	Gallo, A. J.	Travel to Boston from Indianapolis.	3.70
<b>Matter Total</b>			<b>26.20</b>

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Travel

### Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Gallo, A. J.	6.00	2,700.00	450.00
Herman, N. E.	11.00	5,417.50	492.50
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.00	730.00	365.00
<i>ASSOCIATE</i>			
Lindsay, K.	7.20	2,574.00	357.50
<b>Total</b>	<b>26.20</b>	<b>\$11,421.50</b>	

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Travel

## Summary of Disbursements and Other Related Charges Incurred on Your Behalf

<i>Description</i>	<i>Amount</i>
Local Travel	76.84
<b>Total</b>	<b>\$76.84</b>

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Vendors

## Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/8/17	Mauceri, R. J.	Correspondence, conference calls with N. Herman, J. Hokanson, C. Bankovich, R. Whitlock/BRG team, contract parties regarding vendor issues and post-first day action items.	1.60
3/9/17	Herman, N. E.	Participated in telephone conference with Synchrony regarding various private label credit card issues (.3); and then wrote detailed memorandum to client (1.1).	1.40
3/9/17	Mauceri, R. J.	Telephone conferences with J. Young (Rosetta) (.2) and J. Hoover (Vantiv) (.3) regarding vendor, credit card related issues; correspondence with client regarding same (.4).	0.90
3/10/17	Herman, N. E.	Emails with client regarding D&O payment (.3); emails with Cooley regarding Zimmerman and other issues (.4); emails with Zimmerman's counsel regarding critical vendor and bid issues (1.1); emails with Electrolux regarding consignment issues and discussed same with client (.8).	2.60
3/10/17	Mauceri, R. J.	Prepare notice to customers regarding deposits (.8); review vendor agreements (.9); telephone conferences, correspondence with vendor counsel, N. Herman, client regarding same (.6).	2.30
3/12/17	Herman, N. E.	Reviewed Electrolux agreement and sent memorandum on key issues (.5).	0.50
3/13/17	Herman, N. E.	Many emails and telephone conference calls with "Installs" vendor regarding critical vendor status and negotiations (.8); many telephone conference calls with C. Hershcopf and S. Van Altan regarding committee counsel issues, updates, confidentiality and critical vendor motion issues (1.5).	2.30
3/13/17	Mauceri, R. J.	Emails D. Mandel regarding credit card providers (.3); correspondence with K. Lindsay regarding common carriers (.2).	0.50
3/14/17	Herman, N. E.	Participated in session to prepare witnesses for tomorrow's critical vendor evidentiary hearing and worked on oral argument and direct examination and exhibits (2.8); emails and calls with dozens of vendors, utilities and landlords regarding case update (1.0); revised draft KEIP motion (.8); reviewed GE's objection to CV motion (.2); reviewed list of proposed 503(b)(9) vendors and sent email with questions (.4).	5.20
3/14/17	Mauceri, R. J.	Corespondence with J. Hoover regarding credit card issues (.1); correspondence with N. Herman, company regarding credit card vendor (.4); review and revise notice to vendors (.5); correspondence with N. Herman, M. Mallon regarding same (.3).	1.30
3/15/17	Herman, N. E.	Many emails and telephone conference calls with US Trustee and Committee regarding critical vendor motion today (.8); many emails and telephone conference calls with our witnesses to prepare for hearing and with J. Hokanson regarding critical vendor hearing and then participated in court hearing on critical vendors and reviewed the revised order (3.8); emails with client regarding customer deposit issues and statutory cap issues (.4); reviewed reporting package to go to Wells and sent comments (.6).	5.60

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/15/17	Mauceri, R. J.	Participate in telephone conferences with R. Riesback, K. Kovacs, N. Herman, J. Hokanson, B. Duffy and other members of team regarding critical vendors/common vendors (1.1); telephone conference with J. Hoover regarding tax issues (.1).	1.20
3/16/17	Herman, N. E.	Revised KEIP motion and discussed same with R. Riesbeck and C. Bankovich at company (1.5); emails with client and J. Hokanson regarding next phase of critical vendors to seek approval and revised list (1.0); emails with Electrolux and Installs regarding trade agreement and critical vendor issues (.8).	3.30
3/16/17	Mauceri, R. J.	Telephone conference with D. Mandel and other company personnel regarding credit card related issues (.6); correspondence with N. Herman and team regarding proposed next steps (.3); correspondence to M. Foster and team regarding utilities and other open points (.3); participate in conference with R. Riesbeck, B. Duffy, N. Herman, other company personnel and team regarding vendor/common carrier issues (1.0).	2.20
3/17/17	Mauceri, R. J.	Correspondence with T. Stouffer, N. Herman regarding utilities related matters.	0.30
3/20/17	Herman, N. E.	Telephone conference calls with and emails with Installs regarding critical vendor issues (.3); emails and telephone conference calls with Synchrony regarding private label credit card issues (.4); reviewed Electrolux complaint and TRO motion and then discussed same with client and Committee counsel (Cooley) and GA (DLA) and Wells (Choate) (1.5).	2.20
3/20/17	Smith, E. E.	Email correspondence with N. Herman re: complaint and TRO order being sought, review complaint and TRO order and background email correspondence.	0.80
3/20/17	Mauceri, R. J.	Review voicemail, email from D. Fletcher regarding last mile vendor and email C. Bankovich and J. Hokanson regarding same (.2); attention to correspondence regarding consignment vendor (.2).	0.40
3/21/17	Herman, N. E.	Began review and work on Electrolux responses (1.0).	1.00
3/21/17	Gallo, A. J.	Review TRO motion, verified complaint and related papers filed by Electrolux (1.5); call with N. Hermann and E. Smith to discuss issues related to consignment and potential arguments (0.7); review case related materials and information concerning the Debtors relevant to TRO litigation with Electrolux (1.3); meet with K. Ryan to discuss necessary research for TRO opposition (0.4).	3.90
3/21/17	Smith, E. E.	Review Electrolux brief, dip loan agreement and prepetition loan agreement.	0.80
3/21/17	Smith, E. E.	Telephone conference with N. Herman and A. Gallo re: background and possible argument.	0.50
3/21/17	Smith, E. E.	Telephone conference with A. Gallo re: dividing arguments among debtors and Wells.	0.30
3/21/17	Smith, E. E.	Attention to omnibus objections in Sports Authority.	0.20
3/21/17	Smith, E. E.	Review consignment agreement.	0.40
3/21/17	Smith, E. E.	Review Sports Authority decision from Judge Walrath and commentators' views of the "actual knowledge" test for a creditor to be 'generally known' to be dealing in the goods of others.	0.40

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/21/17	Mauceri, R. J.	Coordination with J. Hokanson regarding logistics provider (.2); telephone conference, correspondence with S. Moore, M. Mallon regarding utilities provider (.2); analyze utilities demands by provider/store (1.2); review utilities order and correspondence with N. Herman regarding surety bond (.3); telephone conference, correspondence with R. Johnson regarding adequate assurance demands (.2).	2.10
3/21/17	Ryan, K. M.	Review Electrolux complaint and motion for temporary restraining order.	0.70
3/22/17	Herman, N. E.	Emails and telephone conference calls with Monster regarding payment of their consignment claims and discussed with BRG and CFO of debtor (.7); worked on all aspects of Electrolux TRO response and reply brief, factual declarations and legal research review (3.0).	3.70
3/22/17	Gallo, A. J.	Prepare for and participate in call with counsel for lenders, committee and liquidators to discuss opposition to Electrolux TRO (1.2); meet with E. Smith to discuss legal arguments concerning UCC and consignment with respect to Electrolux TRO request (0.6); review case law from committee regarding avoidance issues in connection with Electrolux TRO (1.4); review and consider impact of Electrolux (0.5); meet with N. Bruhn to discuss opposition brief to Electrolux TRO (0.4); call with N. Herman to discuss strategy regarding Electrolux TRO (0.3); draft outline of factual issues necessary for Electrolux opposition (0.2); draft memo regarding application of UCC to Electrolux dispute (0.8).	5.40
3/22/17	Smith, E. E.	Telephone conference with A. Gallo, local counsel to debtors, counsel to Wells Fargo, committee and Hilco re: approach and strategy for Electrolux litigation.	0.80
3/22/17	Smith, E. E.	Conference with A. Gallo re: further issues to explore.	0.30
3/22/17	Smith, E. E.	Conference with A. Gallo re: analysis of timing of delivery of goods in relation to preference defense.	0.30
3/22/17	Bruhn, N. P.	Review preliminary injunction papers and relevant documents in advance of drafting opposition brief (1.4); prepare for and participate in call with preliminary injunction defendants (0.7); discuss preliminary injunction research with A. Gallo and K. Ryan (.4); conduct research for preliminary injunction opposition brief (2.2).	4.70
3/22/17	Mauceri, R. J.	Analyze utilities demands (.4); correspondence with S. Fowler regarding same (.4).	0.80
3/22/17	Ryan, K. M.	Internal meeting regarding Electrolux complaint.	0.20
3/22/17	Ryan, K. M.	Research related to response to Electrolux complaint.	7.30
3/23/17	Herman, N. E.	Worked on Electrolux response papers and discussed with A. Gallo and E. Smith of MLB and CFO and Choate, Cooley and DLA (1.6).	1.60



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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/23/17	Gallo, A. J.	Draft outline of brief in opposition to TRO (2.2); review cases and research results regarding consignment issues and UCC in connection with Electrolux dispute (1.9); prepare for and participate in call with L. Peterson and K. Kovacs to discuss inventory analysis and other fact issues important to Electrolux TRO dispute (1.2); call with N. Herman to discuss strategy with respect to Electrolux TRO Opposition (0.3).	5.60
3/23/17	Smith, E. E.	Email correspondence with L. Peterson and N. Herman and conference with A. Gallo re: extend of avoidance claim.	0.30
3/23/17	Smith, E. E.	Review and comment on A. Gallo's draft of outline of argument.	0.30
3/23/17	Smith, E. E.	Telephone conference with A. Gallo, L. Peterson et al. re: testimony needed from company and tc A. Gallo re: further planning.	1.50
3/23/17	Mauceri, R. J.	Continued analysis regarding utilities providers and settlement offers (.7); correspondence with S. Fowler, J. Tamasitis regarding same regarding same (.5)	1.20
3/23/17	Ryan, K. M.	Research related to response to Electrolux complaint.	2.00
3/24/17	Herman, N. E.	Worked on all aspects of Electrolux responses and participated in telephone conference calls with Committee and other defendants and revised brief and declarations (2.6).	2.60
3/24/17	Gallo, A. J.	Review inventory analysis prepared by client concerning Electrolux and call with L. Peterson, K. Kovacs and BRG to discuss same (1.5); draft declarations for L. Peterson and K. Kovacs to submit with objection to Electrolux request for TRO (2.4); prepare for and participate in call with counsel for lenders, committee and liquidators regarding Electrolux TRO (0.8); attention to finalizing notice of appearance and pro hac papers (0.3); draft memo regarding legal issues arising from call with committee and lenders (0.4); call with N. Herman to discuss strategy and legal issues regarding Electrolux TRO (0.3).	5.70
3/24/17	Smith, E. E.	Attention to UCC issues raised by the committee and telephone conference with A. Gallo re: same.	0.30
3/24/17	Smith, E. E.	Attention to email correspondence from A. Gallo and N. Herman re: preparing for March 28, 2017 hearing.	0.20
3/24/17	Bruhn, N. P.	Conduct research for preliminary injunction opposition brief (4.9); draft preliminary injunction opposition brief and related papers (6.6).	11.50
3/24/17	Mauceri, R. J.	Correspondence, telephone conferences with R. Johnson regarding settlement proposals, scam utilities shut-off threat (.4); telephone conferences with T. Stouffer regarding proposals, shut-off threats, bond application (.5); detailed email memo to T. Stouffer, K. Kovacs regarding status of utilities discussions/analysis (.9).	1.80
3/24/17	Mauceri, R. J.	Telephone conferences, correspondence with T. Stouffer, R. Johnson regarding PECO shut-off threat (.5); analyze utilities issues (.7).	1.20
3/24/17	Ryan, K. M.	Research related to Electrolux complaint.	4.00
3/24/17	Ryan, K. M.	Internal meeting to discuss response to Electrolux complaint.	0.30
3/24/17	Ryan, K. M.	Review of and revisions to response to Electrolux complaint.	1.10

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Vendors

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/25/17	Herman, N. E.	Revised Electrolux briefs and declarations (.9).	0.90
3/25/17	Gallo, A. J.	Edit and revise declarations for opposition to Electrolux TRO (0.7); edit and revise opposition brief to Electrolux TRO (5.8).	6.50
3/25/17	Bruhn, N. P.	Update preliminary injunction opposition brief with additional research.	1.40
3/26/17	Herman, N. E.	Revised Electrolux reply papers (.8).	0.80
3/26/17	Gallo, A. J.	Edit and revise declarations for opposition to Electrolux TRO (0.3); call with BRG and L. Peterson to discuss inventory analysis and declaration in connection with Electrolux TRO (0.4); edit and revise opposition brief to Electrolux TRO (2.3).	3.00
3/26/17	Smith, E. E.	Telephone conference with L. Peterson, M. Foster, A. Gallo et al. re: finalizing numbers re: affidavits from company for TRO hearing.	0.30
3/26/17	Smith, E. E.	Review and comment on draft of brief in opposition to Electrolux TRO request.	1.30
3/26/17	Bruhn, N. P.	Update and revise preliminary injunction opposition brief based on comments and edits from various parties.	4.30
3/27/17	Herman, N. E.	Reviewed revised debtor brief and declarations and sent comments regarding Electrolux (.8); reviewed briefs and declarations and intervene papers filed by committee and defendants and Electrolux regarding TRO hearing (.8).	1.60
3/27/17	Gallo, A. J.	Finalize opposition brief and declaration in response to Electrolux motion for preliminary injunction (2.4); review pleadings filed today in connection with Electrolux litigation including joinders and new affidavits from Electrolux (1.5); prepare for tomorrow's hearing on Electrolux matter (1.9).	5.80
3/27/17	Smith, E. E.	Review and comment on draft of Electrolux opposition brief.	0.40
3/27/17	Smith, E. E.	Review and comment on revised draft of brief.	0.30
3/27/17	Smith, E. E.	Review official comments of the UCC re; small dollar exception from the consignment definition (.2); email correspondence with N. Bruhn re: same (.1).	0.30
3/27/17	Smith, E. E.	Review Wells Fargo's brief in opposition to Electrolux TRO and Electrolux affidavit.	0.30
3/27/17	Bruhn, N. P.	Finalize and file preliminary injunction opposition papers and related affidavits.	5.80
3/27/17	Mauceri, R. J.	Prepare detailed chart summarizing existing utilities obligations and proposed settlements and circulate same to clients (4.7); correspondence, telephone conferences with J. Tamasitis, R. Johnson, T. Stouffer regarding utilities negotiations (.8).	5.50
3/27/17	Ryan, K. M.	Attention to citations for response to Electrolux complaint.	0.60
3/28/17	Herman, N. E.	Many emails and meeting with Monster's counsel regarding consignment settlement and reviewed their contract (1.5).	1.50
3/28/17	Herman, N. E.	Participated in evidentiary trial on Electrolux TRO.	3.00
3/28/17	Gallo, A. J.	Attend hearing on Electrolux motion for preliminary injunction.	3.20
3/28/17	Gallo, A. J.	Meet with witness and prepare for hearing on Electrolux motion for preliminary injunction.	3.40

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
3/28/17	Mauceri, R. J.	Telephone conferences, correspondence with J. Tamasitis, R. Johnson, hh team, utilities providers regarding potential adequate assurance settlements (1.7) and analysis of same (.7).	2.40
3/29/17	Herman, N. E.	Drafted memorandum to Electrolux regarding cash segregation and then discussed draft with K. Kovacs of debtor and DIP lenders and committee (1.5); emails with Monster regarding settle consignment issues (.5); emails with Synchrony and reviewed draft stipulation to settle (1.0).	3.00
3/29/17	Mauceri, R. J.	Correspondence with J. Ventola, S. Monahan, S. Brown seeking Agent approval regarding adequate assurance settlements (.8); correspondence and telephone conferences with T. Stouffer; J. Hokanson, S. Fowler, J. Tamasitis, R. Johnson, NIPSCO representative regarding adequate assurance settlements (1.7); correspondence with M. Foster and BRG team regarding proposed adequate assurance settlements (.2)	2.70
3/30/17	Gallo, A. J.	Correspondence with N. Herman regarding Electrolux follow-up.	0.20
3/30/17	Mauceri, R. J.	Attention to correspondence regarding vendor-related issues, including Monster and Electrolux.	0.30
3/30/17	Mauceri, R. J.	Correspondence, telephone conferences with R. Johnson, J. Tamasitis, utility personnel regarding settlements (.7); conference with J. Hokanson, C. Bankovich, S. Fowler, T. Stouffer regarding settlements, hearing, other open items (.7); prepare final order authorizing utilities procedures (1.6); correspondence with team, lenders, committee regarding same (.3);	3.30
3/31/17	Mauceri, R. J.	E-mails R. Johnson regarding form of order, settlement (.2); E-mails J. Tamasitis regarding form of order, settlement (.2); email J. Bressler regarding settlement (.1); telephone conference with J. Hood regarding settlement (.1); telephone conferences, correspondence with N. Herman, T. Stouffer regarding personal property tax, lease-related utilities questions (.5).	1.10
<b>Matter Total</b>			<b>172.80</b>

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### Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Gallo, A. J.	42.70	38,430.00	900.00
Herman, N. E.	42.80	42,158.00	985.00
Smith, E. E.	10.30	14,420.00	1,400.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	33.10	24,163.00	730.00
<i>ASSOCIATE</i>			
Bruhn, N. P.	27.70	17,866.50	645.00
Ryan, K. M.	16.20	6,885.00	425.00
<b>Total</b>	<b>172.80</b>	<b>\$143,922.50</b>	

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## Summary of Disbursements and Other Related Charges Incurred on Your Behalf

<i>Description</i>	<i>Amount</i>
Out Of Town Travel	46.90
<b>Total</b>	<b>\$46.90</b>

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## Summary of Fee Services Rendered (All Matters)

	<i>Hours</i>
<i>PARTNER</i>	
Brennan, P.F.	23.80
Gallo, A. J.	48.70
Herman, N. E.	149.10
Melendi, C. E.	50.90
Robins, H.T.	2.40
Schernecke, M. E.	4.40
Smith, E. E.	10.30
Vrejan, S. J.	5.00
<i>OF COUNSEL</i>	
Mauceri, R. J.	88.70
<i>ASSOCIATE</i>	
Bruhn, N. P.	34.70
Cordiano, B. J.	30.80
Lax, S.	5.80
Lindsay, K.	125.40
Ryan, K. M.	16.20
Tomczyk, A.	1.00
Tylwalk, N. Z.	2.40
Ziegler, M. C.	18.00
<i>PARALEGAL</i>	
Renken, D.	2.20
<b>Total</b>	<b>619.80</b>

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**Summary of Disbursements and Other Related Charges  
Incurred on Your Behalf (All Matters)**

<i>Description</i>	<i>Amount</i>
Local Travel	591.03
Out Of Town Travel	5,281.23
Telephone/Fax	9.95
Filing/Other Fees	679.83
Computer Legal Research	247.40
<b>Total</b>	<b>\$6,809.44</b>